

**United States Bankruptcy Court
Southern District of New York**

In re: Lehman Brothers Holdings Inc.

Case No. 08-13555 (JMP)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001 (e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Värde Investment Partners, L.P.

Name of Transferee

Merrill Lynch Credit Products, LLC

Name of Transferor

Name and Address where notices to transferee should be sent:

8500 Normandale Lake Boulevard
Suite 1500
Minneapolis, MN 55437
Attn: Edwina P.J. Steffer
e-mail: esteffer@varde.com

Court Claim # (if known): 19174

Amount of Claim: \$70,000,000.00, plus all accrued interest, fees and other recoveries due.

Date Claim Filed: September 18, 2009

Last Four Digits of Acct. #:

Phone:

Last Four Digits of Acct. #: _____

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

VÄRDE INVESTMENT PARTNERS, L.P.

BY: VÄRDE INVESTMENT PARTNERS G.P., LLC,
ITS GENERAL PARTNER

BY: VÄRDE PARTNERS, L.P.,
ITS MANAGING MEMBER

BY: VÄRDE PARTNERS, INC.,
ITS GENERAL PARTNER

By: _____

Name:

Title:

**Brad P. Bauer
Vice President**

Date: _____

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**United States Bankruptcy Court
Southern District of New York**

In re: Lehman Brothers Holdings Inc.

Case No. 08-13555 (JMP)

TRANSFER OF CLAIMS OTHER THAN FOR SECURITY

CLAIM 19174 was filed or deemed filed under 11 U.S.C. § 1111(a) in this case by the alleged transferor. As evidence of the transfer of that claim, the transferee filed a Transfer of Claim other than for Security in the Clerk's office of this court on .

| | |
|---|---|
| Merrill Lynch Credit Products, LLC Name of Alleged Transferor | Värde Investment Partners, L.P. Name of Transferee |
| Address of Alleged Transferor: Merrill Lynch Credit Products, LLC Bank of America Tower- 3 rd Floor One Bryant Park New York, NY 10036 Attn: Jeff Benesh/ Ron Torok | Address of Transferee 8500 Normandale Lake Boulevard Suite 1500 Minneapolis, MN 55437 Attn: Edwina P.J. Steffer E-mail: esteffer@varde.com |
| | |

DEADLINE TO OBJECT TO TRANSFER

The alleged transferor of the claim is hereby notified that objections must be filed with the court within twenty-one (21) days of the mailing of this notice. If no objection is timely received by the court, the transferee will be substituted as the original claimant without further order of the court.

Date: _____

CLERK OF THE COURT

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York


Merrill Lynch Credit Products, LLC, its successors and assigns, with offices located at Bank of America Tower - 3rd Floor, One Bryant Park, New York, NY 10036 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Assignment of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to Varde Investment Partners, L.P. ("Buyer"), a pro rata portion to the extent of 40% (the "Percentage Interest") in and to the claims (the "Original Claim") of Seller against Lehman Brothers Holdings Inc. ("LBHI") docketed as Claim No. 19174 originally filed by Federal Home Loan Bank of Atlanta and settled in the allowed amount of \$175,000,000 (the "Settlement Amount") in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (JMP) (jointly administered).

Buyer's Percentage Interest in the Original Claim (such percentage is the "Assigned Claim") represents \$70,000,000 of the Settlement Amount.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this transfer and sale of the Assigned Claim as an unconditional sale and assignment and Buyer herein as the valid owner of the Assigned Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Assigned Claim to Buyer.


IN WITNESS WHEREOF, the undersigned have duly executed this Agreement by their duly authorized representatives as of the 4 day of October, 2010.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By: 
Name: Ron Todor
Title: Director

VARDE INVESTMENT PARTNERS, L.P.

By: Varde Investment Partners G.P., LLC, Its General Partner
By: Varde Partners, L.P., Its Managing Member
By: Varde Partners, Inc., Its General Partner

By: 
Name: Brad P. Bauer
Title: Vice President

EVIDENCE OF TRANSFER OF CLAIM

TO: Clerk, United States Bankruptcy Court, Southern District of New York

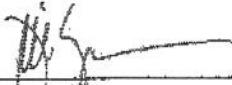
FEDERAL HOME LOAN BANK OF ATLANTA, a corporation organized under the laws of the United States of America, located at 1475 Peachtree Street, N.E., Atlanta, Georgia 30309 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to Merrill Lynch Credit Products, LLC, its successors and assigns, with offices at Bank of America Tower - 3rd Floor One Bryant Park, New York, NY 10036 ("Buyer"), all rights, title and interest in and to the claim of Seller against Lehman Brothers Holdings Inc. ("LBHI") (Claim No.: 19174) (the "Claim") in the amount of the Claim Amount (as defined below) in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP).

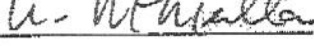
Please note that on July 16, 2010 Seller entered into a settlement agreement with LBHI, in order to allow the Claim in the amount of \$175,000,000 (the "Claim Amount"). Accordingly, Claim No. 19174 should also be revised to reflect the Claim Amount.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Assigned Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

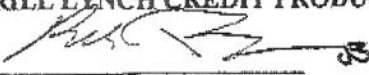
IN WITNESS WHEREOF, the undersigned have duly executed this Agreement by their duly authorized representatives as of the 30th day of September, 2010.

FEDERAL HOME LOAN BANK OF ATLANTA

By: 
Name: Jill Spencer
Title: Interim President and CEO

By: 
Name: W. Wesley McMullan
Title: Executive Vice President

MERRILL LYNCH CREDIT PRODUCTS, LLC

By: 
Name: Ron Tolan
Title: Director